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15 **UNITED STATES BANKRUPTCY COURT**
16 **NORTHERN DISTRICT OF CALIFORNIA**
17 **SAN FRANCISCO DIVISION**

18 **In re:**

19 **PG&E CORPORATION,**

20 **- and -**

21 **PACIFIC GAS AND ELECTRIC**
COMPANY,

22 **Debtors.**

23

24 Affects PG&E Corporation
25 Affects Pacific Gas and Electric Company
26 Affects both Debtors

27 * *All papers shall be filed in the Lead Case,*
No. 19-30088 (DM).

28 Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

Related Docket Ref: 4540, 4886, 4893, and
4897

**STIPULATION AMENDING ORDER
ESTABLISHING PRECONFIRMATION
BRIEFING AND HEARING SCHEDULE
FOR CERTAIN LEGAL ISSUES**

[No Hearing Date Requested]

1 PG&E Corporation and Pacific Gas and Electric Company, as debtor and debtor in
2 possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11**
3 **Cases**”), the Ad Hoc Group of Subrogation Claimholders (the “**Ad Hoc Group**”), and the Official
4 Committee of Unsecured Creditors (the “**UCC**”), by and through their respective counsel, hereby
5 submit this stipulation (the “**Stipulation**”) for an Order approving their agreement to amend and
6 revise the *Court’s Order Establishing Pre-Confirmation Briefing and Hearing Schedule for Certain*
7 *Legal Issues*, dated October 31, 2019 [Docket No. 4540] (the “**Scheduling Order**¹”), solely with
8 respect to the briefing and oral argument for the Subrogation Claim Impairment Issue (Section V
9 of the Scheduling Order), and represent and agree as follows:

10 **RECITALS**

11 A. On January 29, 2019, the Debtors commenced the Chapter 11 Cases in the
12 United States Bankruptcy Court for the Northern District of California (the “**Bankruptcy Court**”).

13 B. On October 31, 2019, the Bankruptcy Court entered the Scheduling Order,
14 which, among other things, scheduled the oral argument on the Subrogation Claim Impairment
15 Issue for the hearing on January 14, 2020 at 10:00 a.m. (Prevailing Pacific Time) and set the
16 following related briefing schedule: (i) consolidated opening briefs to be filed on or before
17 November 27, 2019 (with briefs not to exceed 25 pages for each side); and (ii) consolidated
18 opposition briefs to be filed on or before December 20, 2019 (with briefs not to exceed 25 pages
19 for each side).

20 C. On November 27, 2019, the Debtors and the Ad Hoc Group timely filed their
21 consolidated opening brief in accordance with the Scheduling Order [Docket No. 4886] (the
22 “**Debtors/Ad Hoc Opening Brief**”).

23 D. Also on November 27, 2019, the UCC and the Ad Hoc Committee of Senior
24 Unsecured Noteholders of the Utility (the “**Ad Hoc Committee**”),² each timely filed statements

25 ¹ Capitalized terms used but not otherwise herein defined have the meanings ascribed to such terms
26 in the Scheduling Order.

27 ² The Ad Hoc Committee is not a party to this Stipulation, but by the Order approving this
28 Stipulation, the briefing schedule set forth herein shall apply to the Ad Hoc Committee as well.

1 [Docket Nos. 4893 and 4897], among other things, reserving their rights to brief the Subrogation
2 Claim Impairment Issue after the Court rules on the *Debtors' Motion Pursuant to 11 U.S.C. §§*
3 *363(b) and 105(a) and Fed. R. Bankr. P. 6004 and 9019 for Entry of an Order (i) Authorizing the*
4 *Debtors to Enter into Restructuring Support Agreement with the Consenting Subrogation*
5 *Claimholders, (ii) Approving the Terms of Settlement with such Consenting Subrogation*
6 *Claimholders, including the Allowed Subrogation Claim Amount, and (iii) Granting Related Relief*
7 [Docket No. 3992] (the “**Subrogation RSA Motion**”).

8 E. At the omnibus hearing on December 17, 2019, the Court, among other
9 things, approved the Subrogation RSA Motion and directed the parties to meet and confer on a
10 revised briefing and oral argument schedule with respect to the Subrogation Claim Impairment
11 Issue.

12 F. Accordingly, the parties have agreed on a revised briefing and oral argument
13 schedule with respect to the Subrogation Claim Impairment Issue as set forth herein.

14 NOW, THEREFORE, UPON THE FOREGOING RECITALS, IT IS HEREBY
15 STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE
16 UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT TO ORDER, THAT:

17 1. The briefing schedule for the Subrogation Claim Impairment Issue shall be
18 revised as follows:

- 19 a. The UCC and Ad Hoc Committee may file a consolidated opposition
20 brief to the Debtors/Ad Hoc Group Opening Brief, not to exceed 25
21 pages (the “**UCC/Ad Hoc Committee Opposition Brief**”), no later
22 than **January 10, 2020 at 4:00 p.m. (Prevailing Pacific Time)**.
- 23 b. The Debtors and Ad Hoc Subrogation Group may file a consolidated
24 reply to the UCC/Ad Hoc Committee Opposition Brief, not to exceed
25 25 pages, no later than **January 22, 2020 at 4:00 p.m. (Prevailing**
26 **Pacific Time)**.
- 27 c. The hearing before the Bankruptcy Court on the Subrogation Claim
28 Impairment Issue shall be held on **January 29, 2020 at 10:00 a.m. (Prevailing Pacific Time)**, subject to the availability of the
Bankruptcy Court.

1 2. Except as expressly set forth herein, all other provisions of the Scheduling
2 Order shall remain in full force and effect and shall not be impacted by this Stipulation.

3 3. This Stipulation shall constitute the entire agreement and understanding of
4 the parties relating to the subject matter hereof and shall supersede all prior agreements and
5 understandings relating to the subject matter hereof.

6 4. This Stipulation may be executed in counterparts, each of which shall be
7 deemed an original but all of which together shall constitute one and the same agreement.

8 5. The Bankruptcy Court shall retain jurisdiction to resolve any disputes or
9 controversies arising from this Stipulation.

10 DATED: January 3, 2020

11 DATED: January 3, 2020

12 /s/ Matthew Goren
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32 DATED: January 3, 2020

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